

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	:
	:
SEARS HOLDINGS CORPORATION, et al.,	:
	:
	:
Debtors.¹	:
-----X	

Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Brian Li, depose and say that I am employed by Prime Clerk LLC (“**Prime Clerk**”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On May 15, 2020, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by the method set forth on the Fee Application Service List attached hereto as **Exhibit A**:

- Third and Final Fee Application of Deloitte Transactions and Business Analytics LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Bankruptcy Advisor from November 1, 2018 through September 30, 2019 [Docket No. 7960]

On May 15, 2020, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served via email on the Master Service List attached hereto as **Exhibit B**:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

- Notice of Withdrawal Regarding Debtors' Eighteenth Omnibus Objection to Proofs of Claim or Ballots (Reduced or Reclassified Claims/Ballots) Solely as to Certain Claims [Docket No. 7962]
- Amended Notice of Hearing on Interim Applications for Allowance of Compensation and Reimbursement of Expenses on June 17, 2020 at 10:00 a.m. (EST) [Docket No. 7963]

On May 15, 2020, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by the method set forth on the Claimant Service List attached hereto as **Exhibit C**:

- Notice of Withdrawal Regarding Debtors' Eighteenth Omnibus Objection to Proofs of Claim or Ballots (Reduced or Reclassified Claims/Ballots) Solely as to Certain Claims [Docket No. 7962]

On May 15, 2020, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by the method set forth on the Notice Party Service List attached hereto as **Exhibit D**:

- Amended Notice of Hearing on Interim Applications for Allowance of Compensation and Reimbursement of Expenses on June 17, 2020 at 10:00 a.m. (ET) [Docket No. 7963]

On May 18, 2020, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served via first class mail on the Master Service Hardcopy Service List attached hereto as **Exhibit E**:

- Notice of Withdrawal Regarding Debtors' Eighteenth Omnibus Objection to Proofs of Claim or Ballots (Reduced or Reclassified Claims/Ballots) Solely as to Certain Claims [Docket No. 7962]
- Amended Notice of Hearing on Interim Applications for Allowance of Compensation and Reimbursement of Expenses on June 17, 2020 at 10:00 a.m. (EST) [Docket No. 7963]

[Remainder of page intentionally left blank]

Dated: May 20, 2020

/s/ Brian Li
Brian Li

State of New York
County of New York

Subscribed and sworn to (or affirmed) before me on May 20, 2020, by Brian Li, approved to me on the basis of satisfactory evidence to be the person who appeared before me.

/s/ JAMES A. MAPPLETHORPE
Notary Public, State of New York
No. 01MA6370846
Qualified in New York County
Commission Expires February 12, 2022

Exhibit A

Exhibit A

Fee Application Service List
Served as set forth below

NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	POSTAL CODE	EMAIL	METHOD OF SERVICE
Akin Gump Strauss Hauer & Feld LLP	Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner						idizengoff@akingump.com pdublin@akingump.com aqureshi@akingump.com sbrauner@akingump.com	Email
Ballard Spahr LLP	Attn: David L. Pollack, Vincent J. Marriott, III	52nd Floor - Mellon Bank Center	1735 Market Street	Philadelphia	PA	19103	pollack@ballardspahr.com marriott@ballardspahr.com	First Class Mail and Email
Ballard Spahr LLP	Attn: Leslie C. Heilman, Matthew G. Summers, Tobey M. Daluz, Laurel D. Roglen, Chantelle D. McClamb	919 N. Market Street	11th Floor	Wilmington	DE	19801	heilmani@ballardspahr.com summersm@ballardspahr.com daluzt@ballardspahr.com roglenl@ballardspahr.com mcclambc@ballardspahr.com	First Class Mail and Email
Ballard Spahr LLP	Attn: Paul E. Harner, Alyssa E. Kutner	1675 Broadway	19th Floor	New York	NY	10019-5820	harnerp@ballardspahr.com kutnera@ballardspahr.com	First Class Mail and Email
Sears Holding Corporation	Attn: Stephen Sitley Esq., Luke J. Valentino, Esq., Rob Riecker	3333 Beverly Road		Hoffman Estates	IL	60179	rob.riecker@searshc.com luke.valentino@searshc.com	First Class Mail and Email
Skadden, Arps, Slate, Meagher & Flom LLP	Attn: Paul Leake, Esq., Shana Elberg, Esq., and George R. Howard, Esq.						Paul.Leake@skadden.com Shana.Elberg@skadden.com George.Howard@skadden.com	Email
Weil, Gotshal & Manges LLP	Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Garrett A. Fail, Sunny Singh, Jared R. Friedmann, Jessie B. Mishkin, Esq.						ray.schrock@weil.com garrett.fail@weil.com jacqueline.marcus@weil.com sunny.singh@weil.com JeriLeigh.Miller@weil.com jessica.liou@weil.com Paloma.VanGroll@weil.com Jared.Friedmann@weil.com Jessie.Mishkin@weil.com	Email

Exhibit B

NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	POSTAL CODE	EMAIL
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AG and Assistant AG for the State of Michigan, Dept. of Treasury	Attn: Dana Nessel, Juandisha M. Harris						harrisj12@michigan.gov
Akin Gump Strauss Hauer & Feld LLP	Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner						idizengoff@akingump.com; pdublin@akingump.com; aqureshi@akingump.com; sbrauner@akingump.com
Alderman & Alderman, LLC	Attn: Myles H. Alderman, Jr.						courts@alderman.com
Aldine Independent School District	Attn: Pamela H. Walters, Johnetta Lang						bnkatty@aldineisd.org
Aldridge Pite, LLP	Attn: Jenelle C. Arnold						jarnold@aldridgepite.com
Allen & Overy LLP	Attn: Laura R. Hall & Joseph Badtke-Berkow						laura.hall@allenoverly.com; joseph.badtke-berkow@allenoverly.com
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ASK LLP	Attn: Edward E. Neiger, Jennifer A. Christian						eneiger@askllp.com; jchristian@askllp.com
ASK LLP	Attn: Joseph L. Steinfeld, Jr., Esq., Gary D. Underdahl, Esq., Kara E. Casteel, Esq., Brigitte G. McGrath. Esq., Edward E. Neiger, Esq. & Marianna Udem, Esq.						jsteinfeld@askllp.com; gunderdahl@askllp.com; bmcgrath@askllp.com; kcasteel@askllp.com; eneiger@askllp.com; mudem@askllp.com
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NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	POSTAL CODE	EMAIL
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Ballard Spahr LLP	Attn: Leslie C. Heilman, Matthew G. Summers, Tobey M. Daluz, Laurel D. Roglen, Chantelle D. McClamb						heilmanl@ballardspahr.com; summersm@ballardspahr.com; daluzt@ballardspahr.com; roglenl@ballardspahr.com; mcclambc@ballardspahr.com
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Ballard Spahr LLP	Attn: Paul E. Harner, Alyssa E. Kutner						harnerp@ballardspahr.com; kutnera@ballardspahr.com
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Bialson, Bergen & Schwab	Attn: Lawrence M. Schwab, Thomas M. Gaa						Tgaa@bbslaw.com
Binder & Malter LLP	Attn: Michael W. Malter, Julie H. Rome-Banks						michael@bindermalter.com; julie@bindermalter.com
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Blank Rome LLP	Attn: Jeffrey Rhodes						JRhodes@BlankRome.com
Bleus & Associates, LLC	Attn: George Anthony Bleus, Esq.						bleusandassociates@gmail.com

Exhibit B

Master Service List

Served via Email

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Brach Eichler LLC	Attn: Anthony M. Rainone						arainone@bracheichler.com
Briggs and Morgan, P.A.	Attn: James M. Jorissen						jjorissen@briggs.com
Brown Rudnick LLP	Attn: Bennett S. Silverberg						bsilverberg@brownrudnick.com; spohl@brownrudnick.com
Buchalter, A Professional Corporation	Attn: Shawn M. Christianson						schristianson@buchalter.com
Buchalter, A Professional Corporation	Attn: Paul M. Weister						pweiser@buchalter.com
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Cadwalader, Wickersham & Taft LLP	Attn: Eric G. Waxman III, Anthony De Leo						Eric.Waxman@cwt.com; Anthony.Deleo@cwt.com
Cafaro Management Company	Attn: Richard T. Davis						rdavis@cafarocompany.com
Cahill Gordon & Reindel LLP	Attn: Joel H. Levitin, Richard A. Stieglitz Jr.						jlevitin@cahill.com; rstieglitz@cahill.com
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Carmody Torrance Sandak & Hennessy LLP	Attn: Marc J. Kurzman						MKurzman@carmodylaw.com
Carmody Torrance Sandak & Hennessy LLP	Attn: Thomas J. Sansone						tsansone@carmodylaw.com
Carrington, Coleman, Sloman & Blumenthal, L.L.P.	Attn: Jason M. Katz						jkatz@ccsb.com
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Exhibit B

Master Service List

Served via Email

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Choate, Hall & Stewart LLP	Attn: Kevin J. Simard, Jonathan D. Marshall						ksimard@choate.com; jmarshall@choate.com
Chuhak & Tecson, P.C.	Attn: Christopher A. Pellegrini						cpellegrini@chuhak.com
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Clark Hill Strasburger	Attn: Duane J. Brescia						duane.brescia@clarkhillstrasburger.com
Clark Hill, PLC	Attn: David M. Blau						dblau@clarkhill.com
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Colleran, O' Hara & Mills LLP	Attn: Steven C. Farkas, Esq.						scf@cohmlaw.com
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Exhibit B

Master Service List

Served via Email

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Covington & Burling LLP	Attn: Dianne Coffino, R. Alexander Clark						dcoffino@cov.com; aclark@cov.com
Cozen O'Connor	Attn: Marl E. Felger						mfelger@cozen.com
Cravath, Swaine & Moore LLP	Attn: Paul H. Zumbro, J Wesley Earnhardt						pzumbro@cravath.com; wearnhardt@cravath.com
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Davidoff Hatcher & Citron LLP	Attn: David H. Wander, Esq.						dhw@dhclegal.com
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Day Pitney LLP	Attn: Joshua W. Cohen						jwcohen@daypitney.com
Dean & Fulkerson	Attn: Kevin N. Summers, Esq.						Ksummers@dflaw.com
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DFS Services, LLC	Attn: Beth J. Solomon						bethsolomon@discover.com
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DLA Piper LLP (US)	Attn: Richard A. Chesley, Esq., Rachel Ehrlich Albanese, Esq., R. Craig Martin, Esq.						Richard.Chesley@dlapiper.com; Rachel.Albanese@dlapiper.com; Craig.Martin@dlapiper.com
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Exhibit B

Master Service List

Served via Email

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Eckert Seamans Cherin & Mellott, LLC	Attn: Christopher L. Perkins						cperkins@eckertseamans.com
Edgardo Munoz, PSC	Attn: Edgardo Munoz, PSC						emunozPSC@gmail.com
Eiseman Levine Lehrhaupt & Kakoyiannis, P.C.	Attn: Laurence May, Esq.						lmay@eisemanlevine.com
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Engelman Berger P.C.	Attn: Scott B. Cohen						sbc@eblawyers.com
Environmental Protection Agency	Attn: Matthew Leopold, General Counsel						Leopold.matt@Epa.gov
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Fox Swibel Levin & Carroll LLP	Attn: N. Neville Reid						nreid@foxswibel.com

Exhibit B

Master Service List

Served via Email

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Fried, Frank, Harris, Shriver & Jacobson LLP	Attn: Brad Eric Scheler, Scott B. Luftglass, Peter B. Siroka, Michael C. Keats						brad.eric.scheler@friedfrank.com; scott.luftglass@friedfrank.com; peter.siroka@friedfrank.com; michael.keats@friedfrank.com
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Frost Brown Todd LLC	Attn: Edward M. King						tking@fbtlaw.com
Fultz Maddox Dickens PLC	Attn: Phillip A. Martin, Laura M. Brymer						pmartin@fmdlegal.com; lbrymer@fmdlegal.com
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Exhibit B

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Tannenbaum Helpers Syracuse & Hirschtritt LLP	Attn: Michael J. Riela						Riela@thsh.com
Taubman Landlords	Attn: Andrew S. Conway						aconway@taubman.com
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The Pension Benefit Guaranty Corporation (PBGC)	Attn: Judith Starr, Kartar S. Khalsa, William McCarron, Jr., & Adi Berger, Director						mccarron.william@pbgc.gov; efile@pbgc.gov
The Sarachek Law Firm	Attn: Joseph E. Sarachek						joe@saracheklawfirm.com
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TJ Tianxing Kesheng Leather Products Co Ltd	Attn: Power Wang						powerwangtxks@vip.126.com
TN Dept of Revenue	Attn: Herbert H. Slatery III, Marvin E. Clements, Jr.						AGBankNewYork@ag.tn.gov
Tobias Law Firm, P.C.	Attn: David G. Tobias						dtobias@tobiaslawpc.com
Togut, Segal & Segal LLP	Attn: Frank A. Oswald, Neil Berger, Minta J. Nester						frankoswald@teamtogut.com; neilberger@teamtogut.com; mnester@teamtogut.com

Exhibit B

Master Service List

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Waldrep LLP	Attn: Thomas W. Waldrep, Jr.						notice@waldrepllp.com
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Exhibit B

Master Service List

Served via Email

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Wilmer Cutler Pickering Hale and Dorr LLP	Attn: Philip D. Anker, Noah A. Levine & Ryanne E. Perio						philip.anker@wilmerhale.com; noah.levine@wilmerhale.com; ryanne.perio@wilmerhale.com
Wilmington Savings Fund Society, FSB	Attn: Patrick J. Healy						phealy@wsfsbank.com
Wilmington Trust, National Association	Attn: Steven Cimalore, Vice President						scimalore@wilmingtontrust.com
Wilson, Elser, Moskowitz, Edelman & Dicker LLP	Attn: Mark G. Ledwin						mark.ledwin@wilsonelser.com
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Wolf, Rifkin, Shapiro, Schulman & Rabkin, LLP	Attn: Simon Aron						saron@wrslawyers.com
Wollmuth Maher & Deutsch LLP	Attn: James N. Lawlor, Esq., Brad J. Axelrod, Esq., Cassandra Postighone, Esq.						JLawlor@wmd-law.com; BAxelrod@wmd-law.com; CPostighone@wmd-law.com
Womble Bond Dickinson (US) LLP	Attn: James S. Livermon III						charlie.livermon@wbd-us.com
World Class Global Business Services	Attn: Maryann Norwood						mnorwood@world-class.com

Exhibit C

Exhibit C

Claimant Service List

Served via First Class Mail and Email

MMLID	NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	POSTAL CODE	COUNTRY	EMAIL
5849689	Dorel Industries, Inc.	Attn: Frank Rana	1255 Greene Avenue		Westmount	QC	H3Z 2A4	Canada	frank.rana@dorel.com
5848852	Dorel Industries, Inc.	Schiff Hardin LLP	Attn.: Kayvan B. Sadeghi	666 Fifth Avenue, Suite 1700	New York	NY	10103		ksadeghi@schiffhardin.com
5850825	Dorel Industries, Inc.	Schiff Hardin LLP	Attn: Kayvan B. Sadeghi	666 Fifth Avenue, Suite 1700	Chicago	IL	60677		ksadeghi@schiffhardin.com
4897934	Intex Entertainment Inc.	Room 802, Harbour Centre Tower 2,	8 Hok Cheung Street, Hunghom		Kowloon			Hong Kong	christina@intexhk.com

Exhibit D

Exhibit D

Notice Party Service List

Served via First Class Mail and Email

MMLID	NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	POSTAL CODE	COUNTRY	EMAIL
7982028	Acumen Recovery Services, LLC	150 East 52nd Street, Suite 1103			New York	NY	10022		mcohen@acumenrecovery.com
7982037	Deloitte Transactions and Business Analyti	2200 Ross Avenue, Suite 1600	John Little		Dallas	TX	75201-6778		jolittle@deloitte.com
7982038	FTI CONSULTING, INC.	Three Times Square, 10th Floor			New York	NY	10036		matt.diaz@fticonsulting.com
7982043	KATTEN MUCHIN ROSENMAN LLP	Steven J. Reisman	Karen B. Dine	575 Madison Avenue	New York	NY	10022-2585		karen.dine@katten.com

Exhibit E

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Exhibit E

Master Service Hardcopy List

Served via First Class Mail

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Brookfield Property REIT Inc.	Attn: Kristen N. Pate	350 N. Orleans St.	Suite 300	Chicago	IL	60654-1607	
BST International Fashion Ltd.	Attn: A.R. Shrinivasan	Managing Director	39 Wang Kwong Rd, Ste 2301B, Skyline Tower, Kowloon Bay	Kowloon			Hong Kong
Carter Ledyard & Milburn LLP	Attn: James Gadsden and Aaron R. Cahn	2 Wall Street		New York	NY	10005	
Cleary, Gottlieb, Steen & Hamilton LLP	Attn: Sean A. O'Neal, Andrew Weaver, Rahul Mukhi, Jennifer Kennedy Park, Thomas J. Moloney, Abena A. Mainoo, Luke A. Barefoot	One Liberty Plaza		New York	NY	10006	
Computershare Trust Company, N.A.	Attn: Michael A. Smith, Vice President – Corporate Trust	2950 Express Drive South, Suite 210		Islandia	NY	11749	
Fein, Such & Crane, LLP	Attn: Tammy L. Terrell Benoza, Esq.	1400 Old Country Road	Suite C103	Westbury	NY	11590	
Fein, Such & Crane, LLP	Attn: Tammy L. Terrell Benoza, Esq.	7 Century Drive	Suite 201	Parsippany	NJ	07054	
Frenkel, Lambert, Weiss, Weisman & Gordon, LLP	Attn: Michelle C. Marans, Esq.	53 Gibson Street		Bay Shore	NY	11706	
Gross Polowy, LLC	Attn: Courtney R Williams	1775 Wehrle Drive, Suite 100		Williamsville	NY	14221	
Hanesbrands Inc	Attn: Joia Johnson, Chief Administrative Officer and General Counsel	1000 East Hanes Mill Road		Winston Salem	NC	27105	
Hunton Andrews Kurth LLP	Attn: Brett L. Gross, Michael S. Legge, Paul N. Silverstein, Brian M. Clarke	200 Park Avenue		New York	NY	10166	
Internal Revenue Service	Attn: Centralized Insolvency Operation	2970 Market Street		Philadelphia	PA	19104-5016	
Internal Revenue Service	Attn: Centralized Insolvency Operation	P.O. Box 7346		Philadelphia	PA	19101-7346	
LeClairRyan, PLLC	Attn: Ilan Markus and Niclas A. Ferland	545 Long Wharf Drive	9th Floor	New Haven	CT	06511	
LeClairRyan, PLLC	Attn: Janice B. Grubin, Alex J. Chase	885 Third Avenue	16th Floor	New York	NY	10022	
Leonard, O'Brien, Spencer, Gale & Sayre, Ltd.	Attn: James M. Jorissen	100 South Fifth Street	Suite 2500	Minneapolis	MN	55402	
Linebarger Goggan Blair & Sampson, LLP	Attn: Diane Wade Sanders	P.O. Box 17428		Austin	TX	78760	
Milbank, Tweed, Hadley & McCloy LLP	Attn: Andrew M. Leblanc	1850 K Street, NW	Suite 1100	Washington	DC	20006	

Exhibit E

Master Service Hardcopy List

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Ohio Department of Taxation	Attn: Office of the Ohio Attorney General	1600 Carew Tower	441 Vine Street	Cincinnati	OH	45202	
Paco (China) Garment Ltd	Attn: Lily Wang	No 9 Yueyang Road, Building B		Qingdao	Shandong	266071	China
Securities & Exchange Commission	Attn: Secretary of the Treasury	100 F Street, NE		Washington	DC	20549	
Securities & Exchange Commission – NY Office	Attn: Bankruptcy Department	Brookfield Place	200 Vesey Street, Suite 400	New York	NY	10281-1022	
The Bank of New York Mellon Trust Company	Attn: Corporate Trust Administration	101 Barclay St., Floor 8W		New York	NY	10286	
The Pension Benefit Guaranty Corporation (PBGC)	Attn: Judith Starr, Kartar S. Khalsa, William McCarron, Jr., & Adi Berger, Director	Office of the General Counsel	1200 K Street, N.W.	Washington	DC	20005-4026	
TJ Tianxing Kesheng Leather Products Co Ltd	Attn: Power Wang	No. 2 Jianshe Road Baodi District		Tianjin	Tianjin	301800	China
US Attorney for Southern District of New York	Attn: Bankruptcy Division	86 Chambers Street	3rd Floor	New York	NY	10007	
Wilmington Trust, National Association	Attn: Sears Holdings Corp. Administrator	Corporate Capital Markets	50 South Sixth Street, Suite 1290	Minneapolis	MN	55402	
Wilmore Management Group LLC	Attn: Donald C. Cowan, Jr.	1265 Scottsville Road		Rochester	NY	14624	